

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
OLD LADDER LITIGATION CO., LLC, as Litigation	:
Designee on behalf of the Liquidation Trust,	:
	:
Plaintiff,	:
vs.	:
	:
INVESTCORP BANK B.S.C., et al.,	:
	:
Defendants.	:
-----X	

08 cv 0876 (RMB)(THK)

**DECLARATION OF
CHRISTOPHER J. STADLER**

ELECTRONICALLY FILED

CHRISTOPHER J. STADLER hereby declares as follows:

1. I am currently a managing partner of CVC Capital Partners, a global private equity and investment advisory firm. Before joining CVC Capital Partners, I was employed by Investcorp International Inc. as a managing director. I joined Investcorp in 1996 and I became a member of the team managing Investcorp's investment in the Werner companies in 1997. I joined the boards of directors of Werner Holding Co. (PA), Inc., Werner Holding Co. (DE), Inc., and Werner Co. (collectively, "Werner" or the "Company") in 1997, and I remained on these boards of directors until March of 2006. I have personal knowledge of the facts set forth in this affidavit.

2. In 1997, Investcorp evaluated a potential investment in the Werner companies. In connection with the investment opportunity, Investcorp conducted a great deal of diligence regarding the Werner companies.

3. The diligence was conducted almost entirely at Werner's headquarters in Greenville, Pennsylvania or at Werner's offices in Chicago, Illinois. The diligence included many meetings in Greenville, Pennsylvania with Werner company management, and review of documents provided in diligence rooms in Greenville, Pennsylvania.

4. From the time I first became involved with Investcorp's investment with Werner in 1997 until the date of the Werner bankruptcy filings in 2006, the Company's operations were focused primarily in Greenville, Pennsylvania and Chicago, Illinois. The Werner company headquarters were located in Greenville, Pennsylvania, and Werner's business administration was directed from Greenville. Werner's sales functions were directed from its offices in Chicago, Illinois and Greenville, Pennsylvania. Werner did not have operations in New York.

5. During the period of time I was involved with Investcorp's investment in the Werner companies, there were monthly meetings in Greenville, Pennsylvania and Chicago, Illinois to review Werner's business operations and strategy.

I declare under penalty of perjury that the foregoing is true and correct. Executed
on
June 2, 2008



Christopher J. Stadler

AFFIDAVIT OF SERVICE

STATE OF NEW YORK)
 : ss.:
COUNTY OF NEW YORK)

Kenneth J. Horrmann, being duly sworn, deposes and says:

1. I am not a party to the action, am over 18 years of age and am employed by
Skadden, Arps, Slate, Meagher & Flom LLP, Four Times Square, New York, NY 10036.

2. On June 2, 2008, I served the following:

- *Notice of Motion,*
- *Opening Memorandum of Law in Support of Defendants' Joint Motions to Transfer Venue and to Dismiss the Complaint,*
- *Declaration of Michael D. Brooks,*
- *Declaration of Anthony W. Clark,*
- *Declaration of David M. Conn,*
- *Declaration of Daniel M. DiDomenico,*
- *Declaration of John J. Dylik,*
- *Declaration of Christopher G. Filardi,*
- *Declaration of Bruce B. Fischer,*
- *Declaration of Karen R. Garcell,*
- *Declaration of Vincent J. Garcell,*
- *Declaration of Edward W. Gericke,*
- *Declaration of Timothy K. Lewis,*
- *Declaration of Neal R. Martin,*
- *Declaration of Lisa A. Pressler,*
- *Declaration of John M. Remmers,*
- *Affidavit of Steven P. Richman,*
- *Declaration of Christopher J. Stadler,*
- *Declaration of Gary Stewart,*
- *Declaration of Thomas J. Sullivan,*
- *Declaration of Gregory W. Werkheiser,*
- *Declaration of Eric J. Werner; and*
- *Declaration of Michael S. Wong*

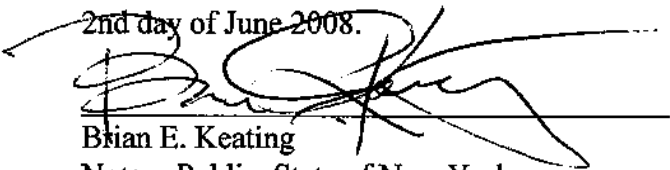
by first-class mail by depositing same in a post-paid properly addressed envelope, in an official
depository under the exclusive care and custody of the U.S. Postal Service within the State of
New York upon:

Kevin C. Walz
8045 Bainbrook Drive
Chagrin Falls, OG 44023

David A. Cardillo
23 St. Glory Road
Greenville, PA 16125

Kenneth J. Horrmann
Kenneth J. Horrmann

Sworn to before me this
2nd day of June 2008.



Brian E. Keating
Notary Public, State of New York
No. 01KE5009535
Qualified in Westchester County
Certificate Filed in New York County
Commission Expires March 15, 2011